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96 AUG 29 PM 3:29

ACCOUNT NO. : 072100000036110H
DIVISION 6P00000036110H

REFERENCE : 070234 9575A

AUTHORIZATION :

COST LIMIT : *10:00*
5:00

ORDER DATE : August 29, 1996

ORDER TIME : 1:47 PM

ORDER NO. : 070234

CUSTOMER NO: 9575A

400001936184

CUSTOMER: C. Ted French, Esq.
DICKINSON & GIBBONS, P A

1750 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC FILING

NAME: WESLEY & ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 AM 9:41

8/30/96

ARTICLES OF INCORPORATION
OF
WESLEY & ASSOCIATES, INC.

FILED
STATE DEPT. OF STATE
CORPORATIONS
96 AUG 29 AM 9:41

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: Wesley & Associates, Inc., 5204 Box Turtle Circle, Sarasota, Florida 34232.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 5204 Box Turtle Circle, Sarasota, Florida 34232 and the name of its initial Registered Agent at that address is Feng-Hsu Lin.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be fewer than one. The name and address of each initial Director of the Corporation is as follows:

Wen-Hsi Chang, 5204 Box Turtle Circle, Sarasota, Florida 34232.

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Wen-Hsi Chang, 5204 Box Turtle Circle, Sarasota, Florida 34232.

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 14th day of August, 1996.

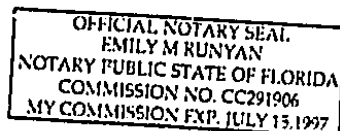
Wen-Hsi Chang
WEN-HSI CHANG

STATE OF FLORIDA)
 : SS.
COUNTY OF SARASOTA)

Before me personally appeared WEN-HSI CHANG, to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed and she did not take an oath.

WITNESS my hand and official seal this 14th day of August, 1996.

Emily M Runyan
Notary Public



FILED
SEC. SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT

96 AUG 29 AM 9:41

The undersigned hereby accepts the appointment as Registered Agent of WESLEY & ASSOCIATES, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 14th day of August, 1996.

Feng-Hsu Lin
Fong-Hsu Lin
Registered Agent

STATE OF FLORIDA)
 : SS.
COUNTY OF SARASOTA)

Before me personally appeared FENG-HSU LIN, to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed and she did not take an oath.

WITNESS my hand and official seal this 14th day of August, 1996.

Emily M Runyan
Notary Public

